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FOR PUBLIC INSPECTION

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RECEIVED

April 26, 2004

APR 26 2004

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Marlene H. Dortch, Esq.
Secretary
Federal Communications Commission
445 12th Street, SW, Room CY-A257
Washington, DC 20554

Re: In the Matter of Amendment of Section 73.202(b) of the Rules
(Table of Allotments – FM Broadcast Stations)
(MB Docket No. 02-136
RM-10458, RM-10663, RM-10667, RM-10668
(Arlington, The Dalles, Moro, Fossil, Astoria,
Gladstone, Portland, Tillamook, Springfield-Eugene
Coos Bay, Manzanita and Hermiston, Oregon, and
Covington, Trout Lake, Shoreline, Bellingham,
Forks, Hoquiam, Aberdeen, Walla Walla, Kent,
College Place, Long Beach, and Ilwaco,
Washington)

**REQUEST FOR CONFIDENTIAL TREATMENT OF DOCUMENTS
UNDER SECTIONS 0.457 AND 0.459 OF THE RULES**

Dear Ms. Dortch:

This letter is filed on behalf of Saga Broadcasting, LLC ("Saga"), licensee of Commercial FM Station KAFE, Channel 282C, Bellingham, Washington, and is in partial response to the *Order to Show Cause*, DA 04-607, released March 12, 2004, issued by the Audio Division, Media Bureau, that afforded Saga¹ until April 26, 2004, to

¹ The license of KAFE was the subject of a *pro forma* assignment of license (BALH-20030612AJN) from Saga Broadcasting Corp. (to whom the Order to Show Cause was addressed) to Saga Broadcasting, LLC, the respondent herein.

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show cause why the license of KAFE(FM) should not be modified to specify operation on FM Channel 281C in lieu of Channel 282C.

Today, Saga is filing a Response to the *Order to Show Cause* that shows with particularity why there are substantial and material reasons that the KAFE license should not be modified.

Saga has entered into a Channel Change Agreement with Lakeshore Media, LLC, and an Assignment and Assumption Agreement and Modification of Channel Change Agreement with Lakeshore Media, LLC, First Broadcasting Company, LP, and First Broadcasting Management, LLC, ("First Broadcasting") which are referred to in the *Order to Show Cause* as "Joint Petitioners." The *Order to Show Cause* states that "it will be necessary for Saga and Joint Petitioners to disclose the consideration that Saga is to receive under the agreement for the modification of the Station KAFE facilities." Upon such disclosure, another party to the proceeding, Triple Bogey, LLC, would have the opportunity to pay Saga the same consideration set forth in the agreement. If Triple Bogey, LLC, agreed to the additional consideration, Saga would be required to show cause why the required modifications to the KAFE facilities should not be implemented. Joint Petitioners are today withdrawing their counterproposal on which the Commission's *Order to Show Cause* is premised, so Saga does not believe the amount to be paid to Saga under the agreements is still relevant.

However, Saga does not want its refusal publicly to disclose the terms of its agreements to be construed as a failure to show cause why the KAFE license should not be modified. To meet its burden, and to demonstrate to the staff that the provisions of the agreement could not be duplicated by Triple Bogey, Saga requests confidential treatment and asks that the attached document that discloses the consideration be exempt from public disclosure pursuant to 5 U. S. C. §552(b)(4) and 47 C. F. R. §§ 0.457(d) and 0.459.

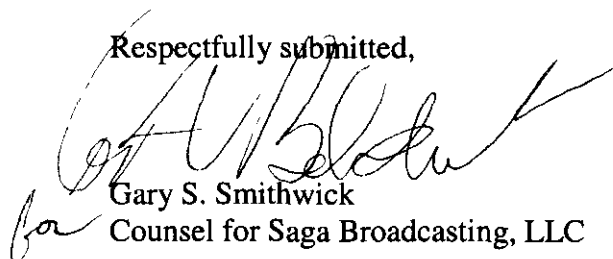
The agreement with Lakeshore Media, LLC, which has been assigned to First Broadcasting contains a confidentiality provision which prohibits the parties from disclosing the agreements to persons outside the companies, except in limited circumstances. Confidential treatment is appropriate here because the agreements contain commercially sensitive financial information concerning the terms on which First Broadcasting would pay consideration to Saga for the modification to Saga's facilities for KAFE.

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Under applicable Commission and court precedent, this material should be kept confidential and should not be disclosed to the public. Exemption 4 of the Freedom of Information Act shields information from public disclosure that is (1) commercial or financial in nature; (2) obtained from a person outside the government; and (3) privileged and confidential.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Gary S. Smithwick", is written over the typed name. To the left of the signature, the letters "for" are handwritten in a cursive style.

Gary S. Smithwick
Counsel for Saga Broadcasting, LLC

GSS/
CC: As on Attached Certificate of Service

ATTACHMENT REDACTED

**CONFIDENTIAL TREATMENT
REQUESTED UNDER
47 C.F.R. §§0.457 AND 0.459**

CERTIFICATE OF SERVICE

I, Sherry Schuneman, a secretary in the law firm of Smithwick & Belendruk, P.C., do hereby certify that I have on this 26th day of April, 2004, caused to be mailed by first class mail, postage prepaid, copies of the foregoing "Request for Confidential Treatment of Documents Under Section 0.457 and 0.459 of the Rules" to the following.

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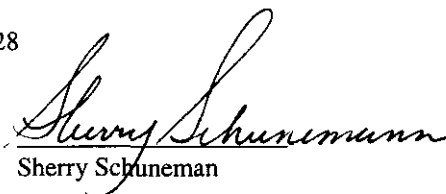
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Sherry Schuneman